

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

IN RE:

W.R. GRACE & CO., *et al.*,

Debtors.

)
) **Chapter 11**
)
) **Case No. 01-01139 (JKF)**
) **Jointly Administered**
)
) **Hearing Date: June 7, 2010 @ 10:30 a.m.**
)
) **Re: Docket Nos. 24725 & 24854**

**CERTIFICATION OF COUNSEL
REGARDING THE SECOND APPLICATION OF CANADIAN ZAI CLAIMANTS
PURSUANT TO 11 U.S.C. §§ 503(b)(3)(D) AND 503(b)(4) FOR ALLOWANCE
OF ADMINISTRATIVE EXPENSES OF LAUZON BÉLANGER S.E.N.C.R.L. AND
SCARFONE HAWKINS LLP AS REPRESENTATIVE COUNSEL INCURRED IN
MAKING SUBSTANTIAL CONTRIBUTION FOR THE PERIOD
SEPTEMBER 1, 2008 THROUGH DECEMBER 20, 2009 [DOCKET NO. 24725]**

I, Daniel K. Hogan, as counsel to Lauzon Bélanger S.E.N.C.R.L. and Scarfone Hawkins LLP (“Representative Counsel”) for the Canadian ZAI Claimants, hereby certify the following:

1. On May 3, 2010, the Canadian ZAI Claimants filed the *Second Application of Canadian ZAI Claimants Pursuant to 11 U.S.C. §§ 503(b)(3)(D) and (b)(4) For Allowance of Administrative Expenses of Lauzon Bélanger S.E.N.C.R.L. and Scarfone Hawkins LLP Incurred In Making Substantial Contribution for the Period September 1, 2008, Through December 21, 2009* [Docket No. 24725] (the “Rep. Counsel’s Second Substantial Contribution Application”).

2. On May 20, 2010, Warren H. Smith & Associates, P.C., (the “Fee Auditor”) issued the *Fee Auditor’s Initial Report Regarding The Second Application of Canadian ZAI Claimants Pursuant to 11 U.S.C. §§ 503(b)(3)(D) and (b)(4) For Allowance of Administrative Expenses of Lauzon Bélanger S.E.N.C.R.L. and Scarfone Hawkins LLP Incurred In Making Substantial Contribution for the Period September 1, 2008, Through December 21, 2009* (the “Initial Report”).

3. In reference to Lauzon Bélanger, the Fee Auditor's Initial Report raised the following issues: (1) many time entries lack the detail required by Del.L.R. 2016-2(d); (2) no time entries are for less than 10 minutes and should have been billed in tenths of an hour (six minutes) as required by Del.L.R. 2016-2(d)(iv); (3) there is an expense entry of CDN\$72.00 described as "Various expenses" and the nature of these expenses need to be explained; (4) there is an expense entry of CDN\$491.22 for "Travel Expenses" for which detailed itemization should be provided; (5) there is an expense entry of CDN\$20,056.58 for "Member Services" for which more information is needed; and (6) the Canadian legal authority should be provided for charging sales tax on the fees and expenses.

4. In light of the Fee Auditor's comments in the Initial Report, regarding Lauzon Bélanger, on or about May 26, 2010, Lauzon Bélanger provided the Fee Auditor with receipt, itemization and details of the expenses in question.

5. Lauzon Bélanger provided the Fee Auditor with receipts and itemization for the "Various Expenses" and "Travel Expenses".

6. Lauzon Bélanger also provided the Fee Auditor with a detailed report regarding the "Member Services" expense. The "Members Services" is comprised of hours spent by five employees of Lauzon Bélanger titled "Member Services Personnel". These employees are treated as a separate entity and are responsible for answering ZAI class member's questions, creating and maintaining a database of ZAI class members, and providing information to ZAI class members on the class action. (830.5 hours @ CDN\$20,056.58).

7. Lauzon Bélanger provided the Fee Auditor with the statutory predicate for the payment of the Goods & Services Tax ("GST") and the Quebec Sales Tax ("QST"). Lauzon

Bélanger billed GST in the amount of CDN\$5,404.15 and QST in the amount of CDN\$8,511.54 pursuant to Canada Revenue Agency RC4022 and Revenu Québec IN-203-V.

8. On May 28, 2010, the Fee Auditor filed the *Fee Auditor's Final Report Regarding The Second Application of Canadian ZAI Claimants Pursuant to 11 U.S.C. §§ 503(b)(3)(D) and (b)(4) For Allowance of Administrative Expenses of Lauzon Bélanger S.E.N.C.R.L. and Scarfone Hawkins LLP Incurred In Making Substantial Contribution for the Period September 1, 2008, Through December 21, 2009* (the "Fee Auditor's Final Report") [Docket No. 24854].

9. The Fee Auditor's Final Report states that there are no issues with or objections to the fees and expenses of Scarfone Hawkins.

10. The Fee Auditor's Final Report recommends a reduction of \$598.50 in Lauzon Bélanger's fees in accordance with Del.L.R. 2016-2(d)(iv).

11. The undersigned certifies that he has reviewed the Court's docket and, as of the date of this certification, no answer, responsive pleading or other objections to Rep. Counsel's Second Substantial Contribution Application appear thereon and none have been received.

12. Therefore, the Canadian ZAI Claimants request payment in the aggregate amount of CDN\$449,384.83 comprised of: (i) professional fees in the amount of CDN\$394,007.04 and expenses in the amount of CDN\$55,377.79 (includes Goods & Services Tax; and Quebec Sales Tax) incurred by Representative Counsel during the Compensation Period. Accordingly, the Canadian ZAI Claimants respectfully request that the revised order, attached hereto as "**Exhibit A**", be entered for the allowance of immediate payment from the Debtors in the amount of CDN\$448,786.33.

Dated: June 3, 2010

Respectfully submitted,

By: /s/Daniel K. Hogan
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